

OFFICE USE ONLY (DOCUMENT #)

**LAZARUS CORPORATE FILING SERVICE**

**3320 S.W. 87 AVENUE**

**MIAMI, FLORIDA (305)552-5973**

**TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)**

800007077628-3  
-08/13/02--01057--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PEL GROUP INC (Corporation Name) (Document #)
2. \_\_\_\_\_ (Corporation Name) (Document #)
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 2:06 ☒ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

02 AUG 13 PM 12:50 02 AUG 13 AM 11:15  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
TALLAHASSEE FLORIDA

FILED RECEIVED

Examiner's Initials

ARTICLES OF INCORPORATION

OF

PEL Group Inc.

The undersigned Incorporators, for the purpose of forming a corporation under the Florida Business Act, hereby adopt the following Articles of Incorporation.

FILED  
02 AUG 13 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I

The name of this corporation is: PEL GROUP INC.

ARTICLE II

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III

The principal place of business and mailing of this corporation shall be:  
9716 S.W. 40 Street, Miami, Florida 33165

ARTICLE IV

This corporation is authorized to issue 9000 shares of \$1.00 par value stock

ARTICLE V

Preemptive Rights

Every shareholder, upon the issuance or sale of either new or treasure stock for cash, services, property, in payment of corporate debts or otherwise, shall have the right to purchase his proportionate share thereof.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 9716 S.W. 40 Street, Miami, Florida 33165, and the name of the registered agent of this corporation at that address is: Lourdes Delgado-Villaverde, which agent pursuant to Section 48.091, Florida Statutes, shall accept service of process within this state.

## ARTICLE VII

### Board of Directors and Officers

This corporation shall have three (3) directors and three (3) officers initially. The number of directors and officers may be increased or decreased from time to time in such manner as may be prescribed by the bylaws. The name and address of the initial directors and officers of this corporation are:

Pedro L. Villaverde  
14500 Kendale Lakes Boulevard  
Miami, Florida 33183

Director and President

Eugenio R. Ponce  
7941 SW 142 Avenue  
Miami, Florida 33183

Director and Vice-President

Lourdes Delgado-Villaverde  
14500 Kendale Lakes Boulevard  
Miami, Florida 33165

Director and Vice-President/Secretary

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or his being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all expenses (including attorney's fees) reasonably provided in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation; any director individually, or any firm of which any directors may be a member, maybe a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been know to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract tor transaction, and may vote thereat to authorize any such contract or

transaction with like force and effect as if he were not such director or officer to such other corporation or not so interested

ARTICLE VIII

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.

ARTICLE IX

The names and addresses of the incorporators to these Articles of Incorporation are:


Pedro Luis Villaverde  
14500 Kendale Lakes Boulevard  
Miami, Florida 33183

Eugenio R. Ponce  
7941 S.W. 142 Avenue  
Miami, Florida 33183

Lourdes Delgado-Villaverde  
14500 Kendale Lakes Boulevard  
Miami, Florida 33183

The undersigned incorporators have executed these Articles of Incorporation this 8<sup>th</sup> day of August, 2002.

  
PEDRO LUIS VILLAVÉRDE

  
EUGENIO R. PONCE

  
LOURDES DELGADO-VILLAVÉRDE

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
Registered Agent Signature

**FILED**  
02 AUG 13 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA